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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:

RESIDENTIAL CAPITAL, LLC, et al.,

Debtors.

)  
) Case No. 12-12020 (MG)  
)  
) Chapter 11  
)  
) Jointly Administered  
)

**STATEMENT OF ISSUES AND DESIGNATION OF RECORD BY  
APPELLANT RESCAP LIQUIDATING TRUST PURSUANT TO  
FEDERAL RULE OF BANKRUPTCY PROCEDURE 8006**

Pursuant to Rule 8006 of the Federal Rules of Bankruptcy Procedure, the ResCap Liquidating Trust, as successor to the debtors (the “**Debtors**”) in the above-captioned cases, by and through its undersigned counsel, hereby designates the issues and record presented on appeal to the United States District Court for the Southern District of New York from the *Memorandum Opinion and Order Granting Citibank’s Motion for Default Interest and Counsel Fees and Expenses*, dated April 22, 2014 (the “**Opinion**”) [Docket No. 6811] and the *Judgment (I) Determining that Citibank is Entitled to Post-Petition Interest on its Oversecured MSR Facility Claims at the Contractual Default Rate, and (II) Directing Debtors to Pay Such Interest as Well as Citibank’s Due and Unpaid Counsel Fees and Expenses*, dated May 20, 2014 (the “**Judgment**”) [Docket No. 6971], in the above-referenced chapter 11 cases of the United States

Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”) by the Honorable Martin Glenn.

**Statement of Issues Presented on Appeal**

- A. Did the Bankruptcy Court err in holding that Citibank is entitled under section 506(b) of the Bankruptcy Code to default interest and counsel fees and expenses?
- B. Did the Bankruptcy Court err in determining that the balance of equities favor awarding Citibank default interest and counsel fees and expenses?
- C. Did the Bankruptcy Court err in holding that there is a rebuttable presumption under section 506(b) of the Bankruptcy Code in favor of the contract default interest rate?
- D. Did the Bankruptcy Court err in holding that a court has only limited discretion, which it should exercise sparingly, to modify the contract interest rate?
- E. Did the Bankruptcy Court err in holding that passing of a maturity date that Citibank and the Debtors knew to be fictitious constituted an event of default justifying default interest?
- F. Did the Bankruptcy Court err in awarding default interest and counsel fees and expenses for the period following the effective date of the confirmed chapter 11 plan?
- G. Did the Bankruptcy Court err in awarding default interest on unpaid default interest?

**Designation of Items to Be Included in the Record on Appeal**<sup>1</sup>

<b><u>Item No.</u></b>	<b><u>Date</u></b>	<b><u>ECF No.</u></b>	<b><u>Description of Document</u></b>
1.	05/14/2012	1	Voluntary Petition for Residential Capital, LLC
2.	05/14/2012	1	Voluntary Petition for GMAC Mortgage, LLC (Case No. 12-12032)
3.	05/14/2012	6	Affidavit of James Whitlinger, Chief Financial Officer of Residential Capital, LLC, in Support of Chapter 11 Petitions and First Day Pleadings

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<sup>1</sup> Items are generally listed as they appear on the Bankruptcy Court’s docket. ECF numbers refer to the Bankruptcy Court’s docket unless otherwise indicated. All items designated herein include all exhibits, attachments or other papers included within each docket entry for such an item.

<u>Item No.</u>	<u>Date</u>	<u>ECF No.</u>	<u>Description of Document</u>
4.	05/14/2012	13	Debtors' Motion for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 362, 363(b)(1), 363(f), 363(m), 364(c)(1), 364(c)(2), 364(c)(3), 364(d)(1) and 364(e) and Bankruptcy Rules 4001 And 6004 (I) Authorizing the Debtors to (A) Enter Into and Perform Under Receivables Purchase Agreements and Mortgage Loan Purchase and Contribution Agreements Relating to Initial Receivables and Mortgage Loans and Receivables Pooling Agreements Relating to Additional Receivables, and (B) Obtain Postpetition Financing on a Secured, Superpriority Basis, (II) Scheduling a Final Hearing Pursuant to Bankruptcy Rules 4001(b) And 4001(c), And (III) Granting Related Relief
5.	05/14/2012	15	Debtors' Motion for Interim and Final Orders Pursuant to Bankruptcy Code Sections 105, 361, 362, 363 and 507(b) and Bankruptcy Rule 4001(b): (I) Authorizing the Use of Cash Collateral and Related Relief, (II) Granting Adequate Protection and (III) Scheduling a Final Hearing
6.	05/14/2012	20	Declaration of Marc D. Puntus in Support of the Debtors' Motions for Interim and Final Orders Authorizing the Debtors to Enter into the Barclays DIP Facility and the AFI DIP Facility
7.	05/14/2012	42	Corrected Debtors' Motion for Interim and Final Orders Pursuant to Bankruptcy Code Sections 105, 361, 362, 363, and 507(b) and Bankruptcy Rules 4001 and 6004: (I) Authorizing the Debtors to Obtain Postpetition Financing on a Secured, Superpriority Basis, (II) Authorizing the Use of Cash Collateral and Related Relief, (III) Granting Adequate Protection and (IV) Scheduling a Final Hearing Pursuant to Bankruptcy Rules 4001(b) and 4001(c), and (V) Granting Related Relief
8.	05/14/2012	61	Debtors' Motion Pursuant to 11 U.S.C. §§ 105, 363(b), (f), and (m), 365 And 1123, and Fed R. Bankr. P. 2002, 6004, 6006, and 9014 for Orders: (A)(I) Authorizing and Approving Sale Procedures, Including Break-Up Fee and Expense Reimbursement; (II) Scheduling Bid Deadline and Sale Hearing; (III) Approving Form and Manner of Notice Thereof; and (IV) Granting Related Relief and (B)(I) Authorizing the Sale of Certain Assets Free and Clear of Liens, Claims, Encumbrances, and Other Interests; (II) Authorizing and Approving Asset Purchase Agreements Thereto; (III) Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases Related Thereto; and (IV) Granting Related Relief
9.	05/14/2012	62	Memorandum of Law in Support of Debtors' Motion Pursuant to 11 U.S.C. 105, 363(b), (f), and (m), 365 and 1123, and Fed. R. Bankr. P. 2002, 6004, 6006, and 9014 For Order: (A)(I) Authorizing and Approving Sale Procedures, Including Break-Up Fee and Expense Reimbursement; (II) Scheduling Bid Deadline and Sale Hearing; (III) Approving Form and Manner of Notice Thereof; and (IV) Granting Related Relief and (B)(I) Authorizing the Sale of Certain Assets Free and Clear of Liens, Claims, Encumbrances, and Other Interests; (II) Authorizing and Approving Asset Purchase Agreements Thereto; (III) Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases Related Thereto; and (IV) Granting Related Relief
10.	05/14/2012	63	Declaration of Samuel M. Greene in Support of the Proposed Sale of Debtors' Assets

<u>Item No.</u>	<u>Date</u>	<u>ECF No.</u>	<u>Description of Document</u>
11.	05/14/2012	66	Notice of Filing of Additional Exhibit to Debtors' Motion Pursuant to 11 U.S.C. 105, 363(b), (f), and (m), 365 and 1123, and Fed. R. Bankr. P. 2002, 6004, 6006, and 9014 For Order: (A)(I) Authorizing and Approving Sale Procedures, Including Break-Up Fee and Expense Reimbursement; (II) Scheduling Bid Deadline and Sale Hearing; (III) Approving Form and Manner of Notice Thereof; and (IV) Granting Related Relief and (B)(I) Authorizing the Sale of Certain Assets Free and Clear of Liens, Claims, Encumbrances, and Other Interests; (II) Authorizing and Approving Asset Purchase Agreements Thereto; (III) Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases Related Thereto; and (IV) Granting Related Relief
12.	05/15/2012	79	Interim Order (I) Authorizing Use of Cash Collateral, (II) Granting Adequate Protection, (III) Modifying the Automatic Stay and (IV) Scheduling a Final Hearing
13.	05/15/2012	80	Interim Order Pursuant to 11 U.S.C. §§ 105, 362, 363(b)(1), 363(f), 363(m), 364(c)(1), 364(c)(2), 364(c)(3), 364(d)(1) and 364(e) and Bankruptcy Rules 4001 And 6004 (I) Authorizing the Debtors to (A) Enter Into and Perform Under Receivables Purchase Agreements and Mortgage Loan Purchase and Contribution Agreements Relating to Initial Receivables and Mortgage Loans and Receivables Pooling Agreements Relating to Additional Receivables, and (B) Obtain Postpetition Financing on a Secured, Superpriority Basis, (II) Scheduling a Final Hearing Pursuant to Bankruptcy Rules 4001(b) And 4001(c), And (III) Granting Related Relief
14.	05/16/2012	89	Interim Order Under Sections 105, 361, 362, 363, and 364 of the Bankruptcy Code and Bankruptcy Rules 2002, 4001, 6004, and 9014 (I) Authorizing the Debtors to Obtain Postpetition Financing on a Secured Superpriority Basis, (II) Authorizing the Debtors to Use Cash Collateral, (III) Granting Adequate Protection to Adequate Protection Parties and (IV) Prescribing the Form and Manner of Notice and Setting Time for the Final Hearing
15.	05/17/2012	154	Transcript of Hearing Held on May 14, 2012
16.	05/16/2012	155	Transcript of Hearing Held on May 15, 2012
17.	05/30/2012	174	Notice of Filing of Additional Exhibit to Debtors' Motion for Interim and Final Orders Pursuant to Bankruptcy Code Sections 105, 361, 362, 363, and 507(b) and Bankruptcy Rules 4001 and 6004: (I) Authorizing the Debtors to Obtain Postpetition Financing on a Secured, Superpriority Basis, (II) Authorizing the Use of Cash Collateral and Related Relief, (III) Granting Adequate Protection and (IV) Scheduling a Final Hearing Pursuant to Bankruptcy Rules 4001(b) and 4001(c), and (V) Granting Related Relief
18.	06/06/2012	240	Omnibus Response and Reservation of Rights of the Official Committee of Unsecured Creditors to Certain of the Debtors' First Day Motions
19.	06/11/2012	283	Federal Home Loan Mortgage Corporation's Response and Limited Objection to Debtors' Motion to Approve Sale Procedures

<u>Item No.</u>	<u>Date</u>	<u>ECF No.</u>	<u>Description of Document</u>
20.	06/11/2012	301	Omnibus Objection of the Official Committee of Unsecured Creditors to the Debtors' Motions Seeking (I) Entry into the Barclays DIP Facility, (II) Entry into the Ally DIP Facility and the Use of Certain Cash Collateral, and (III) the Use of the Citibank Cash Collateral
21.	06/11/2012	302	Statement of Fannie Mae Concerning Debtors' Motion to Approve Sale Procedures and Related Relief
22.	06/11/2012	306	Objection of the Official Committee of Unsecured Creditors to the Debtors' Motion for an Order (I) Authorizing and Approving Sale Procedures, Including Break-Up Fees and Expense Reimbursement; (II) Scheduling Bid Deadline and Sale Hearing; (III) Approving Form and Manner of Notice Thereof; and (IV) Granting Related Relief
23.	06/14/2012	357	Omnibus Reply to Objections to Debtors' Sale Motion and Reservation of Rights of Citibank, N.A.
24.	06/14/2012	358	Reply of Citibank, N.A. to Omnibus Objection of the Official Committee of Unsecured Creditors to the Debtors' Motions Seeking (I) Entry into the Barclays DIP Facility, (II) Entry into the Ally DIP Facility and the Use of Certain Cash Collateral, and (III) the Use of Citibank Cash Collateral
25.	06/14/2012	365	Second Supplemental Declaration of James Whitlinger, Chief Financial Officer of Residential Capital, LLC, in Further Support of Entry of Final Orders for Specific "First Day" Motions
26.	06/14/2012	368	Supplemental Declaration of Marc D. Puntus in Support of the Debtors' Motions for Interim and Final Orders Authorizing the Debtors to Enter into Barclays DIP Facility and the AFI DIP Facility
27.	06/14/2012	372	Debtors' Omnibus Reply to Objections to DIP Financing and Cash Collateral Motions
28.	06/14/2012	373	Debtors' Omnibus Reply to Objections to Sale Procedures Order
29.	06/14/2012	375	Supplemental Declaration of Samuel M. Greene in Further Support of the Proposed Sale of Debtors' Assets
30.	06/15/2012	416	Notice of Filing of Amended and Restated Superpriority Debtor-in-Possession Credit and Guaranty Agreement
31.	06/15/2012	417	Notice of Filing of Amendment to Financing Fee Letters
32.	06/20/2012	471	Final Order (I) Authorizing Use of Cash Collateral, (II) Granting Adequate Protection, and (III) Modifying the Automatic Stay
33.	06/20/2012	472	Transcript of Hearing Held on June 18, 2012
34.	06/20/2012	475	Transcript of Hearing Held on June 19, 2012
35.	06/25/2012	490	Final Order Pursuant to 11 U.S.C. §§ 105, 362, 363(b)(1), 363(f), 363(m), 364(c)(1), 364(c)(2), 364(c)(3), 364(d)(1) and 364(e) and Bankruptcy Rules 4001 and 6004 (I) Authorizing Debtors (A) To Enter Into and Perform Under Receivables Purchase Agreements and Mortgage Loan Purchase and Contribution Agreements Relating to Initial Receivables and Mortgage Loans and Receivables Pooling Agreements Relating to Additional Receivables and (B) To Obtain Post-Petition Financing on a Secured Superpriority Basis, and (II) Granting Related Relief

<u>Item No.</u>	<u>Date</u>	<u>ECF No.</u>	<u>Description of Document</u>
36.	06/25/2012	491	Final Order Under Sections 105, 361, 362, 363, and 364 of the Bankruptcy Code and Bankruptcy Rules 2002, 4001, 6004, And 9014 (I) Authorizing the Debtors to Obtain Postpetition Financing on a Secured Superpriority Basis, (II) Authorizing The Debtors to Use Cash Collateral, and (III) Granting Adequate Protection to Adequate Protection Parties
37.	06/28/2012	538	Order Signed on 6/28/2012 (I) Authorizing and Approving Sale Procedures, including Payment of Break-up Fees; (II) Scheduling Bid Deadline, Auction (If Necessary) and Sale Hearing; (III) Establishing Assumption and assignment Procedures, including Procedures for Fixing Cure Amounts; and (IV) Establishing Notice Procedures and Approving Forms of Notice
38.	06/29/2012	539	Notice of Public Auction and Sale Hearing to Sell Certain of Debtors' Assets Pursuant to Asset Purchase Agreements with Nationstar Mortgage LLC and Berkshire Hathaway Inc. and Related Relief and Dates
39.	07/25/2012	913	Notice of Filing Amended Assumption and Assignment Notice in Connection with Sale Procedures Order
40.	07/25/2012	914	Corrected Notice of Filing Amended Assumption and Assignment Notice in Connection with Sale Procedures Order
41.	07/26/2012	924	Notice of (I) Debtors' Intent to Assume and Assign Certain Executory Contracts, Unexpired Leases of Personal Property, and Unexpired Leases of Nonresidential Real Property and (II) Cure Amounts Related Thereto
42.	09/14/2012	1446	Amended Notice of Public Auctions and Sale Hearing to Sell Certain of Debtors' Assets Pursuant to Asset Purchase Agreements with Nationstar Mortgage LLC and Berkshire Hathaway Inc. and Related Relief and Dates
43.	09/14/2012	1459	First Supplemental Notice of (I) Debtors' Intent to Assume and Assign Certain Executory Contracts, Unexpired Leases of Personal Property, and Unexpired Leases of Nonresidential Real Property and (II) Cure Amounts Related Thereto
44.	09/18/2012	1484	First Amended and Restated Notice of (I) Debtors' Intent to Assume and Assign Certain Executory Contracts, Unexpired Leases of Personal Property, and Unexpired Leases of Nonresidential Real Property and (II) Cure Amounts Related Thereto
45.	10/01/2012	1689	Objection of Fannie Mae to the Debtors' Motion and Notice of (I) Debtors' Intent to Assume and Assign Certain Executory Contracts, Unexpired Leases of Personal Property, and Unexpired Leases of Non-Residential Real Property, and (II) Cure Amounts Related Thereto
46.	10/01/2012	1690	Federal Home Loan Mortgage Corporation's Objection to Debtors' Proposed Assumption and Assignment of Executory Contracts and Related Cure Amounts
47.	10/10/2012	1781	Debtors' Motion to Approve Amendment to the Barclays DIP Facility and Fees Payable Thereunder

<u>Item No.</u>	<u>Date</u>	<u>ECF No.</u>	<u>Description of Document</u>
48.	10/10/2012	1784	Declaration of Marc D. Puntus in Support of the (I) Debtors' Motion to Approve Amendment to the Barclays DIP Facility and Fees Payable Thereunder and (II) Debtors' Motion to Shorten Notice of the Debtors' Motion to Approve Amendment to the Barclays DIP Facility and Fees Payable Thereunder
49.	10/12/2012	1808	Reservation of Rights of the Official Committee of Unsecured Creditors with Response to the Debtors' Motion to Approve Amendment to the Barclays DIP Facility and Fees Payable Thereunder
50.	10/16/2012	1827	Syncora Guarantee Inc.'s Request For Clarification on October 17, 2012 Hearing and Reservation of Rights Regarding Early Consideration of Objections to Treatment of Mortgage Servicing Contracts Pursuant to Debtors' Sale Motion
51.	10/16/2012	1839	Federal Home Loan Mortgage Corporation's Statement and Reservation of Rights with Respect to the Pre-Auction Objections of the RMBS Trustees to the Debtors' Sale Motion
52.	10/16/2012	1843	Joinder of Fannie Mae to (I) Syncora Guarantee Inc.'s Request for Clarification on October 17, 2012 Hearing and Reservation of Rights Regarding Early Consideration of Objections to Treatment of Mortgage Servicing Contracts Pursuant to Debtors' Sale Motion and (II) Federal Home Loan Mortgage Corporations Statement and Reservation of Rights with respect to the Pre-Auction Objections of the RMBS Trustees to the Debtors' Sale Motion
53.	10/18/2012	1856	Order Approving Amendment to the Barclays DIP Facility and Fees Payable Thereunder
54.	10/25/2012	1960	Notice of Successful Bidders at the Auctions and Sales of (A) The Platform Assets to Ocwen Loan Servicing, LLC and (B) the Whole Loan Assets to Berkshire Hathaway Inc.
55.	11/03/2012	2050	Amended Notice of Successful Bidders at the Auctions and Sales of (A) The Platform Assets to Ocwen Loan Servicing, LLC and (B) The Whole Loan Assets to Berkshire Hathaway Inc. and Notice of Filing (A) Ocwen APA and (B) Amended and Restated BH Legacy APA
56.	11/05/2012	2071	Reservation of Rights of the Official Committee of Unsecured Creditors with Respect to the Debtors' Sale Motion
57.	11/07/2012	2101	Federal Home Loan Mortgage Corporation's Objection to Debtors' Proposed Sale of Servicing Assets Free and Clear of Liens, Claims, Encumbrances, and Other Interests
58.	11/07/2012	2102	Objection of Fannie Mae to the Debtors' Sale Motion
59.	11/12/2012	2135	Debtors' Omnibus Reply to Objections to Debtors' Sale Motion
60.	11/12/2012	2137	Declaration of Marc D. Puntus in Support of Debtors' Sale Motion
61.	11/12/2012	2138	Declaration of Denmar Dixon of Walter Investment Management Corp. in Support of Debtors' Sale Motion
62.	11/12/2012	2139	Declaration of John Ruckdaschel in Support of Debtors' Sale Motion
63.	11/12/2012	2141	Declaration of Ronald M. Faris of Ocwen Loan Servicing, LLC in Support of Debtors' Sale Motion
64.	11/15/2012	N/A	Claim No. 4875 filed by Federal Home Loan Mortgage Corporation

<b><u>Item No.</u></b>	<b><u>Date</u></b>	<b><u>ECF No.</u></b>	<b><u>Description of Document</u></b>
65.	11/15/2012	N/A	Claim No. 4899 filed by Federal Home Loan Mortgage Corporation
66.	11/15/2012	2187	Statement of the Official Committee of Unsecured Creditors Concerning Sales of the Debtors' Servicing Platform and Legacy Loan Portfolio
67.	11/16/2012	N/A	Claim No. 4849 filed by Fannie Mae
68.	11/16/2012	N/A	Claim No. 4852 filed by Fannie Mae
69.	11/16/2012	N/A	Claim No. 4853 filed by Fannie Mae
70.	11/16/2012	N/A	Claim No. 4854 filed by Fannie Mae
71.	11/16/2012	N/A	Claim No. 4855 filed by Fannie Mae
72.	11/16/2012	2196	Federal Home Loan Mortgage Corporation's Supplemental Objection to Proposed Cure Amount and to Proposed Assumption and Assignment of Servicing Contract
73.	11/16/2012	2200	Supplemental Objection of Fannie Mae to the Debtors' Sale Motion and Notice of (I) Debtors' Intent to Assume and Assign Certain Executory Contracts, Unexpired Leases of Personal Property, and Unexpired Leases of Non- Residential Real Property, and (II) Cure Amounts Related Thereto
74.	11/19/2012	2231	Statement of the Official Committee of Unsecured Creditors Concerning the Selection of the DLJ Consortium as the Next-Highest Bidder for the Debtors' Legacy Portfolio
75.	11/21/2012	2246	Order Under 11 U.S.C. §§ 105, 363, And 365 and Fed Bankr. P. 2002, 6004, 6006, and 9014 (I) Approving (A) Sale of Debtors' Assets Pursuant to Asset Purchase Agreement with Ocwen Loan Servicing, LLC; (B) Sale of Purchased Assets Free and Clear of Liens, Claims, Encumbrances, and Other Interests; (C) Assumption and Assignment of Certain Executory Contracts and Unexpired Leases Thereto; (D) Related Agreements; and (II) Granting Related Relief
76.	11/26/2012	2269	Notice of Entry of Order Under 11 U.S.C. §§ 105, 363 and 365 and Fed. R. Bankr. P. 2002, 6004, 6006 and 9014 (I) Approving (A) Sale of Debtors' Assets Pursuant to Asset Purchase Agreement with Ocwen Loan Servicing, LLC; (B) Sale of Purchased Assets Free and Clear of Liens, Claims, Encumbrances, and Other Interests; (C) Assumption and Assignment of Certain Executory Contracts and Unexpired Leases Thereto; (D) Related Agreements; and (II) Related Relief
77.			Transcript of Hearing Held on November 19, 2012
78.	11/21/2012	2332	Transcript of Hearing Held on November 20, 2012
79.	12/20/2012	2495	Stipulation and Order Amending the AFI DIP and Cash Collateral Order
80.	01/31/2013	2769	Stipulation and Order for the Assumption and Assignment of Certain Agreements of Fannie Mae Pursuant to Section 365 of the Bankruptcy Code and Related Relief
81.	02/06/2013	2856	Notice of Presentment of Stipulation and Order Relating to the Assumption and Assignment of Certain Agreements of Freddie Mac Pursuant to Section 365 of the Bankruptcy Code and Related Relief



<u>Item No.</u>	<u>Date</u>	<u>ECF No.</u>	<u>Description of Document</u>
82.	02/12/2013	2888	Ocwen Loan Servicing, LLC's Reservation of Rights with Respect to Debtors' Proposed Stipulation and Order Relating to the Assumption and Assignment of Certain Agreements of Freddie Mac Pursuant to Section 365 of the Bankruptcy Code and Related Relief
83.	02/13/2013	2894	Stipulation and Order Relating to the Assumption and Assignment of Certain Agreements of Freddie Mac Pursuant to Section 365 of the Bankruptcy Code and Related Relief
84.	02/15/2013	2923	Stipulation and Order Resolving Ocwen Loan Servicing, LLC's Reservation of Rights with Respect to Debtors' Proposed Stipulation and Order Relating to the Assumption and Assignment of Certain Agreements of Freddie Mac Pursuant to Section 365 of the Bankruptcy Code, Approving an Amendment to the Asset Purchase Agreement as Contemplated Hereby, and Related Relief
85.	02/15/2013	2927	Second Stipulation and Order Amending the AFI DIP and Cash Collateral Order
86.	03/18/2013	3230	Third Stipulation and Order Amending the AFI DIP and Cash Collateral Order
87.	04/08/2013	3374	Debtors' Motion for Entry of an Order to Permit the Debtors to Continue Using Cash Collateral
88.	04/08/2013	3375	Declaration of Marc D. Puntus in Support of Debtors' Motion for Entry of an Order to Permit the Debtors to Continue Using Cash Collateral
89.	04/09/2013	3394	Declaration of Jill Horner in Support of Debtors' Motion for Entry of Interim and Final Orders to Permit the Debtors to Continue Using Cash Collateral
90.	04/12/2013	3437	Notice of Filing of Exhibit 2 to Debtors' Motion for Entry of an Order to Permit the Debtors to Continue Using Cash Collateral
91.	04/17/2013	3458	Fourth Stipulation and Order Amending the AFI DIP and Cash Collateral Order.
92.	04/19/2013	3483	Statement of Citibank, N.A. with respect to the Debtors' Motion for Entry of an Order to Permit the Debtors to Continue Using Cash Collateral
93.	04/26/2013	3534	Fifth Stipulation and Order Amending the AFI DIP and Cash Collateral Order
94.	05/06/2013	3624	Limited Objection of the Official Committee of Unsecured Creditors to the Debtors' Motion for Entry of an Order to Permit the Debtors to Continue Using Cash Collateral
95.	05/10/2013	3678	Debtors' Omnibus Reply to Responses to Debtors' Motion for Entry of an Order to Permit the Debtors to Continue Using Cash Collateral
96.	05/10/2013	3679	Supplemental Statement of the Official Committee of Unsecured Creditors with Respect to the Objections of Ally Financial Inc. and the Ad Hoc Group of Junior Secured Noteholders to the Debtors' Motion for Entry of an Order to Permit the Debtors to Continue Using Cash Collateral
97.	05/14/2013	3720	Sixth Stipulation and Order Amending the AFI DIP and Cash Collateral Order

<u>Item No.</u>	<u>Date</u>	<u>ECF No.</u>	<u>Description of Document</u>
98.	06/14/2013	3981	Seventh Stipulation and Order Amending the AFI DIP and Cash Collateral Order
99.	06/28/2013	4115	Eighth Stipulation and Order Amending the AFI DIP and Cash Collateral Order
100.	06/27/2013	4121	Transcript of Hearing Held on June 26, 2013
101.	07/03/2013	4152	Plan Proponents' Motion for an Order (I) Approving Disclosure Statement, (II) Establishing Procedures for Solicitation and Tabulation of Votes to Accept or Reject the Plan Proponents' Joint Chapter 11 Plan, (III) Approving the Form of Ballots, (IV) Scheduling a Hearing on Confirmation of the Plan, (V) Approving Procedures for Notice of the Confirmation Hearing and for Filing Objections to Confirmation of The Plan, and (VI) Granting Related Relief
102.	07/10/2013	4193	Stipulation and Order in Respect of the Debtors' Motion for Entry of an Order to Permit the Debtors to Continue Using Cash Collateral
103.	08/08/2013	4580	Federal Home Loan Mortgage Corporation's Objection to the Disclosure Statement for the Joint Chapter 11 Plan Proposed by Residential Capital, LLC, et al., and The Official Committee of Unsecured Creditors
104.	08/16/2013	4723	Plan Proponents' Omnibus Reply to Objections to Motion for an Order (I) Approving Disclosure Statement, (II) Establishing Procedures for Solicitation and Tabulation of Votes to Accept or Reject the Plan Proponents' Joint Chapter 11 Plan, (III) Approving the Form of Ballots, (IV) Scheduling a Hearing on Confirmation of the Plan, (V) Approving Procedures for Notice of the Confirmation Hearing and for Filing Objections to Confirmation of The Plan, and (VI) Granting Related Relief
105.	08/23/2013	4809	Order (I) Approving Disclosure Statement, (II) Establishing Procedures for Solicitation and Tabulation of Votes to Accept or Reject the Plan Proponents' Joint Chapter 11 Plan, (III) Approving the Form of Ballots, (IV) Scheduling a Hearing on Confirmation of the Plan, (V) Approving Procedures for Notice of the Confirmation Hearing and for Filing Objections to Confirmation of the Plan, and (VI) Granting Related Relief
106.	08/23/2013	4814	Notice of Filing of Approved Solicitation Materials In Connection With Solicitation of the Disclosure Statement and Joint Chapter 11 Plan
107.	08/23/2013	4819-1	Disclosure Statement for the Joint Chapter 11 Plan Proposed by Residential Capital, LLC et al. and the Official Committee of Unsecured Creditors
108.	09/11/2013	5025	Affidavit of Service Affidavit of Publication re: Notice of (I) Approval of Disclosure Statement, (II) Deadline for Voting on Plan, (III) Hearing to Consider Confirmation of Plan, and (IV) Deadline for Filing Objections to Confirmation of Plan
109.	10/11/2013	5342	Notice of Filing of Exhibits 2 through 21 Comprising the Plan Supplement to the Joint Chapter 11 Plan Proposed by Residential Capital, LLC, et al. and the Official Committee of Unsecured Creditors

<u>Item No.</u>	<u>Date</u>	<u>ECF No.</u>	<u>Description of Document</u>
110.	10/21/2013	5405	Objection and Reservation of Rights of Federal Home Loan Mortgage Corporation With Respect to the Joint Chapter 11 Plan Proposed by Residential Capital, LLC, et al. and the Official Committee of Unsecured Creditors
111.	10/29/2013	5546	Notice of Filing of the Assumption Schedule Constituting Exhibit 1 of the Plan Supplement
112.	10/29/2013	5547	Notice of Certain Executory Contracts and Unexpired Leases Not Included on the Assumption Schedule
113.	11/12/2013	5671	Notice of Withdrawal and Reservation of Rights of Federal Home Loan Mortgage Corporation with respect to its Objection to Joint Chapter 11 Plan Proposed By Residential Capital, LLC, et al. and the Official Committee of Unsecured Creditors
114.	11/12/2013	5697	Direct Testimony of John S. Dubel
115.	11/12/2013	5705	Direct Testimony of Thomas Marano
116.	11/12/2013	5708	Direct Testimony of Tammy Hamzehpour
117.	11/12/2013	5709	Direct Testimony of Lewis Kruger
118.	11/12/2013	5713	Direct Testimony of William R. Thompson
119.	11/12/2013	5715	Notice of (I) Filing of Supplement to Assumption Schedule and (II) Removal of Certain Agreements Therefrom
120.	11/12/2013	5718	Plan Proponents' Omnibus Response to Objections to Confirmation of the Joint Chapter 11 Plan Proposed by Residential Capital, LLC, <i>et al.</i> and the Official Committee of Unsecured Creditors
121.	11/13/2013	5719	Notice of Filing of Revised Exhibit 2 (Liquidating Trust Agreement), Exhibit 4 (Borrower Claims Trust Agreement), Exhibit 13 (Liquidating Trust Causes of Action) and Exhibit 15 (Borrower-Related Causes of Action) Comprising the Plan Supplement to the Joint Chapter 11 Plan Proposed by Residential Capital, LLC, et al. and the Official Committee of Unsecured Creditors
122.	11/13/2013	5720	Memorandum of Law in Support of Confirmation of the Joint Chapter 11 Plan Proposed by Residential Capital, LLC, <i>et al.</i> and the Official Committee of Unsecured Creditors
123.	12/06/2013	6035	Notice of Filing of Complete Assumption Schedule Constituting Exhibit 1 of the Plan Supplement
124.	12/06/2013	6036	Notice of Filing of Revised Exhibit 13 (Liquidating Trust Cause of Action) and Exhibit 15 (Borrower-Related Causes of Action) Comprising the Plan Supplement to the Joint Chapter 11 Plan Proposed by Residential Capital, LLC, et al. and the Official Committee of Unsecured Creditors
125.	12/10/2013	6064	Notice of Filing of Revised Exhibit 2 (Liquidating Trust Agreement) to the Plan Supplement to the Joint Chapter 11 Plan Proposed by Residential Capital, LLC, et al. and the Official Committee of Unsecured Creditors
126.	12/11/2013	6065-1	Second Amended Joint Chapter 11 Plan Proposed by Residential Capital, LLC et al. and the Official Committee of Unsecured Creditors

<b><u>Item No.</u></b>	<b><u>Date</u></b>	<b><u>ECF No.</u></b>	<b><u>Description of Document</u></b>
127.	12/11/2013	6065	Order Confirming Second Amended Joint Chapter 11 Plan Proposed by Residential Capital, LLC et al. and the Official Committee of Unsecured Creditors
128.	12/17/2013	6136	Notice of Filing of Execution Versions of Exhibit 2 (Liquidating Trust Agreement), Exhibit 3 (RMBS Claims Trust Agreement), Exhibit 4 (Borrower Claims Trust Agreement), Exhibit 5 (Private Securities Claims Trust Agreement), and Exhibit 11 (Cooperation Agreement Between Liquidating Trust and the Kessler Settlement Class) to the Plan Supplement to the Joint Chapter 11 Plan Proposed by Residential Capital, LLC, et al. and the Official Committee of Unsecured Creditors
129.	12/17/2013	6137	Notice of Entry of Confirmation Order Confirming the Second Amended Joint Chapter 11 Plan Proposed By Residential Capital, LLC, et al. and the Official Committee of Unsecured Creditors and Occurrence of Effective Date
130.	12/23/2013	6174	Motion of Citibank, N.A. for an Order (I) Determining that it is Entitled to Post-Petition Interest on its Oversecured MSR Facility Claims at the Contractual Default Rate, and (II) Directing Debtors to Pay Such Interest as Well as Citibank's Due and Unpaid Counsel Fees and Expenses
131.	01/15/2014	6276	Objection of the Liquidating Trust to Motion of Citibank, N.A. for an Order (i) Determining that it is Entitled to Post-Petition Interest on its Oversecured MSR Facility Claims at the Contractual Default Rate, and (ii) Directing Debtors to Pay Such Interest as Well as Citibank's Due and Unpaid Counsel Fees and Expenses
132.	01/24/2014	6352	Reply of Citibank to Liquidating Trust's Objection to Citibank Motion for an Order (i) Determining that it is Entitled to Post-Petition Interest on its Oversecured MSR Facility Claims at the Contractual Default Rate, and (ii) Directing Debtors to Pay Such Interest as Well as Citibank's Due and Unpaid Counsel Fees and Expenses
133.	01/28/2014	6377	Notice of Adjournment of Hearing on Motion of Citibank, N.A. for an Order (I) Determining that it is Entitled to Post-Petition Interest on its Oversecured MSR Facility Claims at the Contractual Default Rate, and (II) Directing Debtors to Pay such Interest as well as Citibank's Due and Unpaid Counsel Fees and Expenses to March 11, 2014 at 10:00 A.M.
134.	03/06/2014	6622	Notice of Adjournment of Matters Scheduled for March 11, 2014 Omnibus Hearing to March 26, 2014 at 10:00 a.m. (Prevailing Eastern Time)
135.	03/17/2014	6658	Stipulated Facts in Connection with the Motion of Citibank, N.A. for an Order (I) Determining that it is Entitled to Post-Petition Interest on its Oversecured MSR Facility Claims at the Contractual Default Rate, and (II) Directing Debtors to Pay Such Interest as Well as Citibank's Due and Unpaid Counsel Fees and Expenses
136.	03/27/2014	6725	Transcript of Hearing Held on March 26, 2014

<u>Item No.</u>	<u>Date</u>	<u>ECF No.</u>	<u>Description of Document</u>
137.	03/31/2014	6728	Notice of Filing of (1) Amended Exhibit 16 (Final Version of The RMBS Trust Claims Schedules to The Plan), and Annex to Exhibit 3 (Representative Share Schedules to The RMBS Claims Trust Agreement), Comprising Plan Supplement to The Confirmed Second Amended Joint Chapter 11 Plan Proposed by Residential Capital, LLC, Et Al and The Official Committee of Unsecured Creditors
138.	04/22/2014	6811	Memorandum Opinion and Order Granting Citibank's Motion for Default Interest and Counsel Fees and Expenses
139.	05/19/2014	6968	Letter to Judge Glenn in Connection with Memorandum Opinion and Order Granting Citibank's Motion for Default Interest and Counsel Fees and Expenses
140.	05/19/2014	6969	Letter addressed to The Honorable Martin Glenn regarding submission of Citibank's Proposed Judgment
141.	05/20/2014	6971	Judgment (I) Determining that Citibank is Entitled to Post-Petition Interest on its Oversecured MSR Facility Claims at the Contractual Default Rate, and (II) Directing Debtors to Pay Such Interest as Well as Citibank's Due and Unpaid Counsel Fees and Expenses
142.	05/30/2014	7019	Notice of Appeal

Dated: New York, New York  
June 12, 2014

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